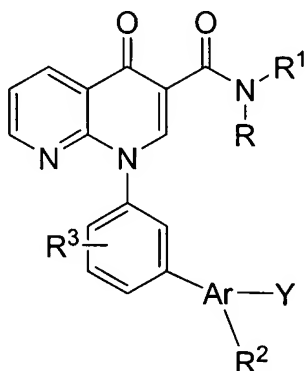


AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listing of claims in the application.

1. (Canceled)
2. (Previously amended) A compound represented by Formula (I):



(I)

or a pharmaceutically acceptable salt thereof, wherein

Ar is phenyl, pyridyl, pyrimidyl, indolyl, quinolinyl, thienyl, pyridonyl, oxazolyl, oxadiazolyl, thiadiazolyl, or imidazolyl; or oxides thereof when Ar is a heteroaryl;

Y is -COOH, or -C₁₋₆alkyl(C₁₋₄alkyl)_n-COOH, wherein the -C₁₋₆alkyl is optionally substituted with halogen, alkoxy, hydroxy or nitrile, and the (C₁₋₄alkyl) substituents are optionally linked to form a C₃₋₄cycloalkyl; wherein n is 0, 1, 2, 3 or 4;

R is H or -C₁₋₆alkyl;

R¹ is H, or -C₁₋₆alkyl, -C₃₋₆cycloalkyl, -C₁₋₆alkoxy, -C₂₋₆alkenyl, -C₃₋₆alkynyl, heteroaryl, or heterocycle group, optionally substituted with 1-3 independent haloC₁₋₆alkyl, -C₁₋₆alkyl, -C₁₋₆alkoxy, OH, amino, -(C₀₋₆alkyl)-SO_p-(C₁₋₆alkyl), nitro, CN, =N-O-C₁₋₆alkyl, -O-N=C₁₋₆alkyl, or halogen substituents, wherein p is 0, 1 or 2;

R² is H, halogen, -CN, -NO₂, -C₁₋₆alkyl, -C₃₋₆cycloalkyl, -O-C₃₋₆cycloalkyl, O-C₁₋₆alkyl, O-C₃₋₆cycloalkyl-C₁₋₆alkyl(C₃₋₆cycloalkyl)(C₃₋₆cycloalkyl), -C₁₋₆alkoxy, phenyl, heteroaryl, heterocycle, amino, -C(O)-C₁₋₆alkyl, -C(O)-O-C₁₋₆alkyl, -C₁₋₆alkyl(=N-OH), -C(N=NOH)C₁₋₆alkyl, -C₀₋₆alkyl(oxy)C₁₋₆alkyl-phenyl, -SO_kNH(C₀₋₆alkyl), or -(C₀₋₆alkyl)-SO_k-(C₁₋₆alkyl), wherein the phenyl, heteroaryl or heterocycle is optionally substituted with halogen, -C₁₋₆alkyl, -C₁₋₆alkoxy, hydroxy,

amino, or -C(O)-O-C₁₋₆alkyl, and wherein the alkyl or cycloalkyl is optionally substituted with 1-6 independently selected halogens or -OH, and wherein k is 0, 1, or 2;

R³ is selected from H, halogen, CN, -C₁₋₆alkyl, -C₃₋₆cycloalkyl, nitro, -C(O)-C₁₋₆alkyl, -C(O)-O-C₀₋₆alkyl, -SO_{n'}NH(C₀₋₆alkyl), or -(C₀₋₆alkyl)-SO_{n'}-(C₁₋₆alkyl), O-C₁₋₆alkyl, O-C₃₋₆cycloalkyl, wherein n' is 0, 1, or 2 and wherein the alkyl and cycloalkyl is optionally substituted with 1-6 independently selected halogen or OH.

3 to 10. (Canceled)

11. (Original) The compound according to claim 2, or a pharmaceutically acceptable salt, wherein

Ar is pyridyl, pyrimidyl, or oxide thereof.

12. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt, wherein

R¹ is -C₁₋₆alkyl optionally substituted with 1-3 independent -C₁₋₆alkyl, -C₁₋₆alkoxy, OH, amino, -(C₀₋₆alkyl)-SO_p-(C₁₋₆alkyl), nitro, CN, =N-O-C₁₋₆alkyl, -O-N=C₁₋₆alkyl, or halogen substituents.

13. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt thereof, wherein

R¹ is -C₃₋₆cycloalkyl optionally substituted with 1-3 independent -C₁₋₆alkyl, -C₁₋₆alkoxy, OH, amino, -(C₀₋₆alkyl)-SO_p-(C₁₋₆alkyl), nitro, CN, =N-O-C₁₋₆alkyl, -O-N=C₁₋₆alkyl, or halogen substituents.

14. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt thereof, wherein

R is hydrogen.

15. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt thereof, wherein

R² is hydrogen or -C₁₋₃alkyl or halogen.

16. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt thereof, wherein

R¹ is -C₃₋₆cycloalkyl optionally substituted with methyl or halo; and

R is hydrogen.

17. (Original) The compound according to claim 11, or a pharmaceutically acceptable salt thereof, wherein

R¹ is cyclopropyl optionally substituted with methyl or halo; and

R and R² are hydrogen or halogen;

R³ is hydrogen or halogen.

18. (Original) The compound according to claim 2, or a pharmaceutically acceptable salt thereof, wherein

R and R³ are hydrogen,;

R¹ is -C₃₋₆cycloalkyl optionally substituted with methyl or halo, or -C₁₋₃alkyl optionally substituted with 1-3 halo; and
Ar is phenyl.

19. (Canceled)

20. (Previously Amended) The compound which is
2-(trans)-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;
2-(trans)-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-3-yl}cyclopropanecarboxylic acid;
2-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-3-yl}-2-methylpropanoic acid;
2-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}-2-methylpropanoic acid;
3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}-3-methylbutanoic acid;
{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}(hydroxy)acetic acid;
1-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;
2-(cis)-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

5-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}-2,2-dimethyl-1,3-dioxolane-4-carboxylic acid;

1-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-3-yl}cyclopropanecarboxylic acid;

1-cyano-3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}-2,2-dimethylcyclopropanecarboxylic acid;

(cis)-2-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-3-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-bromo-5'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-3-methyl-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-2-methyl-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3-chloro-3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-carboxylic acid;

2-(trans)-{3'-[3-(morpholin-4-ylcarbonyl)-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[4-oxo-3-({5-(trifluoromethyl)-1,3,4-thiadiazol-2-yl}amino)carbonyl]-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-({2-(methylthio)ethyl}amino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-({2-(methylsulfonyl)ethyl}amino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[4-oxo-3-{{2,2,2-trifluoroethyl}amino}carbonyl]-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-(5-{3-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]phenyl}thien-2-yl)cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-[(cyclopropylmethyl)amino]carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-1,1'-biphenyl-4-yl}cyclopropanecarboxylic acid;

2-(trans)-{3'-[3-{[(1-cyanocyclopropyl)amino]carbonyl}-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl} cyclopropanecarboxylic acid; or
3-{3'-[3-{[(isopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]-1,1'-biphenyl-4-yl}-3-methylbutanoic acid, or a pharmaceutically acceptable salt thereof.

21. (Previously amended) A The compound which is

(+)-(trans)-2-{3-fluoro-3'-[4-oxo-3-{[(2,2,2-trifluoroethyl)amino]carbonyl}-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylic acid;
1-({3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} methyl)cyclobutanecarboxylic acid;
(trans)-2-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl}-2-methylcyclopropanecarboxylic acid;
(trans)-2-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-2-yl} cyclopropanecarboxylic acid;
3-methyl-3-{3'-[4-oxo-3-{[(2,2,2-trifluoroethyl)amino]carbonyl}-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} butanoic acid;
(trans)-2-{3'-[4-oxo-3-{[(2,2,2-trifluoroethyl)amino]carbonyl}-1,8-naphthyridin-1(4H)-yl]biphenyl-2-yl} cyclopropanecarboxylic acid;
(trans)-2-{3'-[4-oxo-3-{[(2,2,3,3,3-pentafluoropropyl)amino]carbonyl}-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylic acid;
(trans)-2-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl}-1-fluorocyclopropanecarboxylic acid;
(+)-(trans)-2-{3-chloro-3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylic acid;
(-)-(trans)-2-{3'-[4-oxo-3-{[(2,2,2-trifluoroethyl)amino]carbonyl}-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylic acid;
(+)-(trans)-ethyl 2-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylate;
(+)-(trans)-isopropyl 2-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl} cyclopropanecarboxylate;
tert-butyl 3-{3'-[3-{[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4H)-yl]biphenyl-4-yl}-2,2-dimethylpropanoate;

3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}-2,2-dimethylpropanoic acid;

3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-3-yl}-2,2-dimethylpropanoic acid;

1-({3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-3-yl}methyl)cyclobutanecarboxylic acid;

3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-2-yl}-2,2-dimethylpropanoic acid;

1-({3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-2-yl}methyl)cyclobutanecarboxylic acid;

(+)-(trans)-2-{3'-[3-[(*tert*-butylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

(+)-(trans)-2-{3'-[3-[(cyclobutylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

3-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}bicyclo[1.1.1]pentane-1-carboxylic acid;

4-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}-4-hydroxypentanoic acid;

(trans)-2-{3'-[3-{[(±)-cis-(2-fluorocyclopropyl)amino]carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]-(+)-biphenyl-4-yl}cyclopropanecarboxylic acid;

(+)-(trans)-2-{3'-[3-{[(dicyclopropylmethyl)amino]carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

4-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}-2,2-dimethylbutanoic acid;

(+)-(trans)-2-{3'-[3-{[(1-hydroxycyclopropyl)amino]carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

(+)-(trans)-2-{3'-[4-oxo-3-{[(1-phenylcyclopropyl)amino]carbonyl}-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

4-{3'-[3-[(cyclopropylamino)carbonyl]-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}-3,3-dimethylbutanoic acid;

(+)-(trans)-2-{3'-[3-{[(1-cyclopropyl-1-methylethyl)amino]carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;

1-({3'-[4-oxo-3-{{(2,2,2-trifluoroethyl)amino}carbonyl}-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}methyl)cyclobutanecarboxylic acid;
(+)-(trans)-2-{3'-[3-{{(cyclopropylmethyl)amino}carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;
(-)-(trans)-2-{3-fluoro-3'-[3-{{(1-hydroxycyclopropyl)amino}carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;
(trans)-2-{3'-[4-oxo-3-{{((±)-2,2,2-trifluoro-1-methylethyl)amino}carbonyl}-1,8-naphthyridin-1(4*H*)-yl]-(+)-biphenyl-4-yl}cyclopropanecarboxylic acid;
(+)-(trans)-2-{3'-[3-{{(1-methylcyclopropyl)amino}carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid;
2,2-dimethyl-4-{3'-[4-oxo-3-{{(2,2,2-trifluoroethyl)amino}carbonyl}-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}butanoic acid;
2,2-dimethyl-3-{3'-[4-oxo-3-{{(2,2,2-trifluoroethyl)amino}carbonyl}-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}propanoic acid;
(-)-(trans)-2-{3-chloro-3'-[3-{{(cyclopropylamino)carbonyl}-4-oxo-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid; or
(+)-(trans)-2-{3'-[4-oxo-3-{{(2,2,2-trifluoroethyl)amino}carbonyl}-1,8-naphthyridin-1(4*H*)-yl]biphenyl-4-yl}cyclopropanecarboxylic acid, or a pharmaceutically acceptable salt thereof.

22. (Previously amended) A pharmaceutical composition comprising
a therapeutically effective amount of the compound according to claim 2 or a
pharmaceutically acceptable salt thereof; and
a pharmaceutically acceptable carrier.

23 to 24. (Canceled).

25. (Canceled).

26. (Canceled).

27 to 34. (Canceled)